

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
Membership Services Corporation		03/14/2009	CORPORATION: PENNSYLVANIA
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	FamilyWize Community Service Partnership, Inc.		
<b>Street Address:</b>	PO Box 1980		
<b>City:</b>	Bethlehem		
<b>State/Country:</b>	PENNSYLVANIA		
<b>Postal Code:</b>	18016		
<b>Entity Type:</b>	CORPORATION: PENNSYLVANIA		
<b>PROPERTY NUMBERS Total: 1</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
Registration Number:	3301401	FAMILYWIZE	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	(800)222-2817		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
<b>Phone:</b>	800-222-2818		
<b>Email:</b>	barnes@familywize.org		
<b>Correspondent Name:</b>	Susan Barnes		
<b>Address Line 1:</b>	PO Box 1980		
<b>Address Line 4:</b>	Bethlehem, PENNSYLVANIA 18016		
<b>NAME OF SUBMITTER:</b>	Dan Barnes		
<b>Signature:</b>	/Dan Barnes/		
<b>Date:</b>	03/17/2009		

OP \$40.00 3301401

Total Attachments: 2  
 source=Trademark transfer of FamilyWize#page1.tif

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**TRADEMARK  
 REEL: 003953 FRAME: 0463**



## ASSIGNMENT

WHEREAS, Membership Services Corporation, a Pennsylvania corporation, with a principal address at PO Box 1980, Bethlehem, PA 18016, (hereinafter "Assignor") has adopted, uses and is the owner of U.S. Trademark Registration No. 3301401 for the mark FamilyWize ("Mark"), which has a date of registration of October 2, 2007.

WHEREAS, FamilyWize Community Service Partnership, a Pennsylvania corporation, with a principal address at PO Box 1980, Bethlehem, PA 18016, (hereinafter "Assignee"), is desirous of acquiring the Mark together with the goodwill of the business symbolized thereby;

NOW THEREFORE, the parties hereto, in consideration of the mutual premises herein and intending to be legally bound, agree as follows:

1. Assignment. Assignor hereby assigns to the Assignee all of the right, title, and interest in and to the aforesaid Mark together with the goodwill of the business connected with the use of and symbolized by said Mark. It is agreed that the Assignor shall be legally bound upon request from Assignee to execute all instruments properly which Assignee may deem necessary or desirable for securing and maintaining the Mark hereby assigned, all without further payment to Assignor. All such assignment instruments shall be prepared by Assignee at Assignee's expense.

2. Purchase Price. The parties agree that the purchase price for the Mark and goodwill shall be \$1.00

3. Representations. The Assignor warrants that the rights and property herein assigned are free and clear of any encumbrance.

4. Miscellaneous. The Assignor and Assignee acknowledge that they have read and understood this Agreement and have executed same based upon their independent review of its terms and conditions. Furthermore, to the extent this Agreement imposes any obligations upon Assignor and Assignee, same shall be binding upon and shall inure to the benefit of the parties hereto, their respective heirs, personal representatives, successors and assigns and shall be interpreted in accordance with the laws of the Commonwealth of Pennsylvania.

IN WITNESS WHEREOF, the parties, by their duly authorized representatives, have hereunto set their hands and seals the day and year first above written.

Attest:

Membership Services Corporation

By: *Dan Barnes*  
Dan Barnes, President

Attest:

FamilyWize Community Service Partnership, Inc.

By: *Susan Barnes*  
Susan Barnes, President

State of Pennsylvania

ss.

County of *Northampton*

On this *4* day of *March* 2009, before me personally appeared <sup>*Dan Barnes & Susan Barnes*</sup>, to me known to be the person described herein and who executed the foregoing instrument, and acknowledged that he was authorized to execute the same and executed the same knowingly and willingly and for the purposes therein contained.

Witness my hand and Notarial seal the day and year immediately above written.

*Cynthia L. Garcia*  
Notary Public

